

VERSION WITH MARKINGS TO SHOW CHANGES MADE:

In the Specification (bracketed parts deleted and underline parts added):

Paragraph on page 10, beginning on line 1:

"An elongate panel 44 has a first edge 46 and a second edge 48. The elongate panel 44 also has a top side 50 and a bottom side 52. The first edge 46 is integrally coupled to the top edge [50] 17 of the front panel 16. The elongate panel 44 has a length greater than three feet. The elongate panel 44 preferably comprises a cloth material. The cloth material is ideally a cotton terry cloth material."

In the Claims (bracketed parts deleted and underline parts added):

1. (Amended) A pillow and tote combination device, said device comprising:
 - a tote portion, said tote portion comprising a back panel, and a front panel, said front and back panels each having a top edge, a bottom edge and a pair of side edges, said bottom edge of said front panel being securely attached to said bottom edge of said back panel, each of a pair of side panels being securely attached to one of side edges of each of said front and back panels such that a bag is defined;
 - a carrying means for carrying said tote portion, said carrying means comprising a strap having a pair of ends each securely attached to said tote portion;
 - a pillow portion, wherein said pillow portion may be removably inserted in said tote portion; and

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